

DECLARATION OF JAMES P. HACKETT, JR. UNDER 28 U.S.C. § 1746

1. My name is James P. Hackett, Jr. I am the Senior Vice President of Lancaster Pollard Fund Manager, LLC, which is the managing member of Propero Seniors Housing Equity Fund, LLC (incorrectly sued as “Propero Seniors Housing Fund, LLC”), which in turn is the sole owner of Propero Conroe, LLC. I am making this Declaration in support of a Motion to Dismiss for Improper Venue or, in the Alternative, Motion to Transfer. I have personal knowledge of the facts set forth in this Declaration, and those facts are true and correct.

2. The term “Propero Defendants” refers to (1) Propero Conroe, LLC; and (2) Propero Seniors Housing Equity Fund, LLC.

3. Propero Conroe, LLC (hereafter, “Propero Conroe”) is an Ohio limited liability company with its principal place of business at 65 E State Street, 16th Floor, Columbus, Ohio 43215. Propero Conroe does not maintain and has never maintained a place of business in the Eastern District of Texas. Propero Conroe does not have any employees. The project that is the subject of this lawsuit (the “Woodhaven Village Project”) is the only project within Texas that Propero Conroe has ever been involved with. Propero Conroe has never owned, leased, rented, or developed any property located within the Eastern District of Texas.

4. Propero Seniors Housing Equity Fund, LLC (hereafter, “Propero Fund”) is a Delaware limited liability company with its principal place of business at 65 E State Street, 16th Floor, Columbus, Ohio 43215. Propero Fund does not maintain and has never maintained a place of business in the Eastern District of Texas. Propero Fund does not have any employees. The Woodhaven Village Project is the only project within Texas that Propero Fund has ever been involved with. Propero Fund has never owned, leased, rented, or developed any property within the Eastern District of Texas.

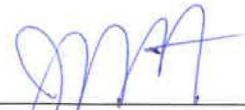
5. In sum, neither of the Propero Defendants maintain or have ever maintained a place of business in the Eastern District of Texas. Neither of the Propero Defendants own or lease or have ever owned or leased real or personal property in the Eastern District of Texas. Neither of the Propero Defendants have ever had any employees who work or reside in the Eastern District of Texas. Neither of the Propero Defendants maintain or have ever maintained a bank account in the Eastern District of Texas. Neither of the Propero Defendants solicit, conduct, or have ever solicited or conducted business in the Eastern District of Texas. Neither of the Propero Defendants have ever distributed any advertising or marketing materials in the Eastern District of Texas or targeted any advertising or marketing materials to residents of the Eastern District of Texas.

6. Neither of the Propero Defendants did anything related to the Woodhaven Village Project within the Eastern District of Texas. The Complaint does not allege that any of the underlying acts or omissions occurred in the Eastern District of Texas. I am not aware of any person who resides in the Eastern District of Texas who has any knowledge regarding the allegations made in the Complaint. Neither of the Propero Defendants had contact with Plaintiffs, nor did the Propero Defendants have any awareness of Plaintiffs’ purported connection to the Woodhaven Village Project, until after the lawsuit was filed.

7. The Woodhaven Village Project is located in Conroe, Texas. All paper and electronic documents potentially relevant to this case that are in the possession of the Propero Defendants are located in their offices at 65 E State Street, 16th Floor, Columbus, Ohio 43215. The potential witnesses associated with the Propero Defendants are located in Ohio.

I declare under penalty of perjury under the laws of the United States of America that the foregoing is true and correct.

Executed on September 19, 2019



James P. Hackett, Jr.